

Exhibit "D"

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET

15TH FLOOR

LOS ANGELES, CA 90071

JULY 25, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 695713
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES.....	\$ 105,111.00
TOTAL SUPPORT SERVICES AND CHARGES	\$ 3,306.65
TOTAL AMOUNT OF THIS INVOICE	\$ 108,417.65
LESS 20% HOLDBACK FEE	\$ (21,022.20)
BALANCE DUE	\$ 87,395.45

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

July 25, 2007

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 695713
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
06/06/07	J KASTIN	PARTICIPATE IN TELEPHONIC MEET AND CONFER WITH THE SPLINTER UNIONS	.40
06/07/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING THE MEMORANDUM OF UNDERSTANDING AMONG DELPHI, GM AND THE UAW	1.20
06/07/07	J KASTIN	TELECONFERENCES WITH T. JERMAN AND SKADDEN REGARDING MEMORANDUM OF UNDERSTANDING AMONG DELPHI, GM AND THE UAW	.90
06/07/07	TA JERMAN	TELEPHONE CONFERENCES, CORRESPONDENCE REGARDING NEGOTIATIONS, DOCUMENTATION, FORM OF UNION AGREEMENT	1.20
06/07/07	J KASTIN	REVIEW MATERIALS REGARDING BENEFITS FOR UNREPRESENTED INDIVIDUALS AND PLAN DOCUMENTS RELATED TO CHANGES PROPOSED IN THE DELPHI/GM/UAW MEMORANDUM OF UNDERSTANDING	.80
06/07/07	J KASTIN	CORRESPONDENCE WITH L. HASSEL REGARDING 1114 ISSUES	.30

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

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DATE	NAME	DESCRIPTION	HOURS
06/08/07	J KASTIN	CORRESPONDENCE WITH L. HASSEL REGARDING DELPHI, GM AND UAW MEMORANDUM OF UNDERSTANDING	.40
06/08/07	J KASTIN	REVIEW INFORMATION FOR PUBLIC DISCLOSURE STATEMENT	.90
06/11/07	M JANIAK OLIVER	DRAFT LETTER TO FRANK KUPLOCKI ENCLOSING TERRY DETRICK MEDICAL RECORDS; PREPARE DOCUMENTS	.20
06/11/07	TA JERMAN	CORRESPOND WITH B. SAX, J. KASTIN RE 1114 ISSUES	.50
06/13/07	TA JERMAN	CORRESPOND WITH B. SAX RE 1114 ISSUES, CONTRACT TERMS	.50
06/15/07	J KASTIN	REVIEW 1114 ISSUES	1.10
06/18/07	J KASTIN	PARTICIPATE WITH RESPECT TO LABOR MATTERS IN SKADDEN WORKING GROUP CONFERENCE CALL	.50
06/18/07	JI KOHN	COMMUNICATIONS WITH J. KASTIN REGARDING MOTION	.20
06/18/07	D AMBERKAR	LEGAL RESEARCH REGARDING LABOR STRATEGY	2.80
06/18/07	J KASTIN	REVIEW 1114 ISSUES AND RESEARCH; CORRESPONDENCE WITH SKADDEN AND D. AMBEKAR REGARDING SAME	2.40
06/18/07	J KASTIN	REVIEW PRECEDENT FOR SETTLEMENT APPROVAL MOTION AND STATUS OF AGREEMENT AMONG DELPHI, GM AND THE UAW	2.60
06/19/07	J KASTIN	TELECONFERENCE WITH T. JERMAN REGARDING MOTION TO APPROVE GM/UAW SETTLEMENT	.40
06/19/07	JI KOHN	REVIEW DOCUMENTS REGARDING SECTION 1113	.10
06/19/07	TA JERMAN	CORRESPOND WITH SKADDEN REGARDING 1114 ISSUES	.70
06/19/07	J KASTIN	REVIEW PRECEDENT FOR SETTLEMENT APPROVAL MOTION CONFORM TO POTENTIAL SETTLEMENT AMONG DELPHI, GM AND THE UAW	3.10

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DATE	NAME	DESCRIPTION	HOURS
06/20/07	J KASTIN	CONFERENCE CALL WITH SKADDEN, GROOM AND O'MELVENY LABOR TEAMS TO DISCUSS STRATEGY	1.00
06/20/07	J KASTIN	TELECONFERENCE WITH T. JERMAN REGARDING LABOR STRATEGY	.20
06/20/07	J KASTIN	REVIEW CASE LAW AND RELATED CORRESPONDENCE REGARDING ISSUES ARISING UNDER SECTION 1114	.70
06/20/07	D AMBERKAR	LEGAL RESEARCH REGARDING BANKRUPTCY CODE 1114	1.00
06/20/07	TA JERMAN	CORRESPOND WITH SKADDEN REGARDING 1114 ISSUES	.60
06/20/07	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN REGARDING 1114 ISSUES	1.00
06/20/07	J KASTIN	CONFORM MOTION FOR SETTLEMENT APPROVAL	1.10
06/20/07	J KASTIN	REVIEW RESEARCH REGARDING 1114 ISSUES; CORRESPONDENCE WITH SKADDEN REGARDING SAME	.50
06/21/07	J KASTIN	REVIEW CASE LAW REGARDING 1114 ISSUES	.90
06/22/07	J KASTIN	TELECONFERENCES WITH T. JERMAN AND SKADDEN REGARDING MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	.40
06/22/07	J KASTIN	REVIEW UAW SETTLEMENT AGREEMENT; DRAFT MOTION FOR APPROVAL OF SAME	9.10
06/22/07	JI KOHN	REVIEW DOCUMENTS; COMMUNICATIONS WITH J. KASTIN	.30
06/22/07	TA JERMAN	TELEPHONE CONFERENCE WITH SKADDEN REGARDING UAW AGREEMENT	.30
06/22/07	TA JERMAN	REVIEW / ANALYZE UAW AGREEMENT	1.90
06/22/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	9.40
06/23/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	11.80

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DATE	NAME	DESCRIPTION	HOURS
06/23/07	J KASTIN	CONFERENCE CALL WITH T. JERMAN AND SKADDEN REGARDING DRAFT MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	1.00
06/23/07	J KASTIN	TELECONFERENCES WITH D. AMBEKAR REGARDING DRAFT ORDER AND RESEARCH FOR MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	.60
06/23/07	J KASTIN	REVIEW AND INCORPORATE COMMENTS TO MOTION TO APPROVE THE UAW RESTRUCTURING AGREEMENT	1.10
06/23/07	JI KOHN	REVIEW / REVISE MOTION; COMMUNICATIONS WITH J. KASTIN REGARDING SAME	1.80
06/23/07	D AMBERKAR	LEGAL RESEARCH TO SUPPORT MOTION TO APPROVE SETTLEMENT; DRAFT AND REVISE LEGAL ARGUMENT SECTION OF MOTION TO APPROVE SETTLEMENT	7.70
06/23/07	TA JERMAN	ATTEND CONFERENCE CALL WITH SKADDEN REGARDING UAW AGREEMENT	1.20
06/23/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	7.40
06/24/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE MOTION FOR APPROVAL OF THE UAW SETTLEMENT AGREEMENT	7.80
06/24/07	J KASTIN	TELECONFERENCES WITH T. JERMAN REGARDING REVISIONS TO APPROVAL MOTION	.50
06/24/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE ORDER APPROVING THE UAW SETTLEMENT AGREEMENT	.70
06/24/07	TA JERMAN	REVIEW / ANALYZE FINAL VERSION OF UAW AGREEMENT	1.80
06/24/07	TA JERMAN	TELEPHONE CONFERENCES WITH B. SAX, J. KASTIN, SKADDEN REGARDING MOTION TO APPROVE UAW AGREEMENT	2.40
06/24/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT	6.40
06/25/07	J KASTIN	TELECONFERENCES WITH SKADDEN REGARDING UAW SETTLEMENT AGREEMENT APPROVAL MOTION	2.00

Client: DELPHI CORPORATION
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DATE	NAME	DESCRIPTION	HOURS
06/25/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	5.40
06/25/07	J KASTIN	REVIEW AND REVISE CHART SUMMARIZING RESEARCH REGARDING NOTICE IN RECENT 1113/1114 REJECTION AND SETTLEMENT APPROVAL MOTIONS; CONFERENCES WITH M. KANAGA REGARDING SAME	1.90
06/25/07	M KANAGA	RESEARCH MOTION NOTICE PRACTICES IN BANKRUPTCY CASES	7.40
06/25/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION; COMMUNICATIONS WITH T. JERMAN	.40
06/25/07	R JANGER	RESEARCH AND ANALYZE ISSUES RELATED TO INDIVIDUAL RETIREE NOTICE	1.60
06/25/07	KR WHITMAN	RESEARCH 1113 MOTION NOTICE ISSUES.	1.00
06/25/07	TA JERMAN	ATTEND CONFERENCE CALLS REGARDING MOTION TO APPROVE UAW AGREEMENT	1.20
06/25/07	TA JERMAN	REVIEW / ANALYZE DOCUMENTS REGARDING UAW AGREEMENT	1.60
06/25/07	TA JERMAN	RESEARCH, CORRESPONDENCE, REGARDING NOTICE REQUIREMENTS FOR MOTION TO APPROVE UAW AGREEMENT	1.30
06/25/07	TA JERMAN	DRAFT / REVISE MOTION TO APPROVE UAW AGREEMENT, DRAFT ORDER	3.30
06/26/07	J KASTIN	CORRESPONDENCE WITH J. BUTLER AND SKADDEN TEAM REGARDING MOTION TO APPROVE THE UAW SETTLEMENT AGREEMENT AND ACCOMPANYING DOCUMENTS	3.30
06/26/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION AND ACCOMPANYING DOCUMENTS; CORRESPONDENCE WITH SKADDEN REGARDING SAME	4.80
06/26/07	J KASTIN	ATTEND 1113/1114 STATUS CONFERENCE	1.70
06/26/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION; COMMUNICATIONS WITH J. KASTIN	.20

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DATE	NAME	DESCRIPTION	HOURS
06/26/07	S HAUF	REVIEW AND ANALYZE NOTICE TO RETIREES	.90
06/26/07	D AMBERKAR	DRAFT AND REVISE MOTION TO APPROVE SETTLEMENT; LEGAL RESEARCH IN SUPPORT OF MOTION TO APPROVE SETTLEMENT	2.80
06/26/07	TA JERMAN	ATTEND STATUS CONFERENCE REGARDING UAW AGREEMENT	.70
06/26/07	TA JERMAN	DRAFT / REVISE MOTION, DOCUMENTS REGARDING UAW AGREEMENT	4.40
06/27/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	1.50
06/27/07	J KASTIN	DRAFT, REVISE AND DISTRIBUTE KEVIN BUTLER DECLARATION IN SUPPORT OF UAW SETTLEMENT AGREEMENT APPROVAL MOTION	4.20
06/27/07	J KASTIN	CORRESPONDENCE WITH SKADDEN, B. SAX AND C. MCWEE REGARDING VARIOUS ISSUES RELATED TO THE UAW SETTLEMENT AGREEMENT APPROVAL MOTION	.60
06/27/07	JI KOHN	REVIEW DOCUMENTS REGARDING MOTION	.30
06/27/07	R JANGER	CONFERENCE WITH J. KASTIN REGARDING TENTATIVE AGREEMENT; APPROVAL PROCESS	.30
06/27/07	J KASTIN	CORRESPONDENCE WITH SKADDEN AND DELPHI REGARDING APPROVAL MOTION SERVICE ISSUES	.30
06/27/07	J KASTIN	DRAFT K. BUTLER DECLARATION; CORRESPONDENCE REGARDING J. SHEEHAN DECLARATION	1.20
06/27/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTION, ORDER REGARDING UAW AGREEMENT	3.20
06/27/07	TA JERMAN	TELEPHONE CONFERENCES, CORRESPONDENCE WITH DELPHI, SKADDEN, J. KASTIN REGARDING MOTION, ORDER TO APPROVE UAW AGREEMENT	1.10
06/28/07	J KASTIN	TELECONFERENCES WITH SKADDEN REGARDING APPROVAL MOTION AND ACCOMPANYING DOCUMENTS	1.60

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DATE	NAME	DESCRIPTION	HOURS
06/28/07	J KASTIN	REVIEW COMMENTS FROM THE UAW, GM AND SKADDEN REGARDING THE APPROVAL MOTION AND ACCOMPANYING DOCUMENTS	1.10
06/28/07	J KASTIN	REVIEW, REVISE AND DISTRIBUTE MOTION FOR APPROVAL AND BUTLER DECLARATION	3.10
06/28/07	D AMBERKAR	LEGAL RESEARCH FOR THE MOTION TO APPROVE SETTLEMENT	.50
06/28/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTION, ORDER REGARDING UAW AGREEMENT	1.60
06/28/07	TA JERMAN	CORRESPOND WITH DELPHI, SKADDEN REGARDING 1114 ISSUES	.80
06/29/07	J KASTIN	CONFERENCE CALL WITH SKADDEN AND B. SAX REGARDING UAW SETTLEMENT AGREEMENT APPROVAL MOTION	1.00
06/29/07	J KASTIN	REVIEW FINAL APPROVAL MOTION AND ACCOMPANYING DOCUMENTS; CORRESPONDENCE WITH SKADDEN REGARDING SAME	2.10
06/30/07	JI KOHN	REVIEW MOTION	.20
* * Subtotal:			172.40
7 : FEE/EMPLOYMENT APPLICATIONS			
06/08/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FEE APPLICATION PROCEDURES	.30
06/14/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FEE COMMITTEE RECOMMENDATIONS	.20
* * Subtotal:			.50
TOTAL CHARGEABLE HOURS			172.90
FEES			\$105,111.00 *

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
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SUPPORT SERVICES AND CHARGES

COPYING	263.60
ONLINE RESEARCH	1,965.80
DELIVERY SERVICES/MESSENGERS	26.62
LOCAL TRAVEL	26.11
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	1,009.62
SCANNING SERVICES	14.90

TOTAL SUPPORT SERVICES AND CHARGES ----- \$3,306.65 *

TOTAL CURRENT INVOICE----- \$108,417.65 *

Outstanding Invoices as of July 26, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
671676	11/27/06	120,469.89	115,758.79	.00	4,711.10
675813	12/28/06	105,384.56	85,778.06	.00	19,606.50
676640	01/25/07	132,311.00	129,088.95	.00	3,222.05
682009	02/28/07	83,439.70	80,592.50	.00	2,847.20
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60

TOTAL PRIOR DUE ----- \$169,142.59 *

TOTAL AMOUNT DUE ----- \$277,560.24 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
10 : LITIGATION MATTERS (1113/1114)				
DEEPA AMBEKAR	ASSOCIATE	14.80	390.00	\$5,772.00
STACY HAUF	ASSOCIATE	.90	360.00	\$324.00
RACHEL S JANGER	ASSOCIATE	1.90	550.00	\$1,045.00
MELISSA JANIAK OLIVER	ASSOCIATE	.20	390.00	\$78.00
TOM A. JERMAN	PARTNER	54.50	795.00	\$43,327.50
MARK A KANAGA	ASSOCIATE	7.40	330.00	\$2,442.00
JESSICA KASTIN	ASSOCIATE	88.20	550.00	\$48,510.00
JEFFREY I. KOHN	PARTNER	3.50	875.00	\$3,062.50
KEITH R WHITMAN	ADMINISTRATION	1.00	275.00	\$275.00
		-----		-----
* * Subtotal:		172.40		\$104,836.00
7 : FEE/EMPLOYMENT APPLICATIONS				
JESSICA KASTIN	ASSOCIATE	.50	550.00	\$275.00
		-----		-----
* * Subtotal:		.50		\$275.00
* * GRAND TOTAL:		172.90		\$105,111.00

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

07/25/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
06/01/07	180	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 180	18.00
06/07/07	227	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 227	22.70
06/08/07	26	Pages: 26	2.60
06/08/07	3	Pages: 3	0.30
06/08/07	26	Pages: 26	2.60
06/08/07	2	Pages: 2	0.20
06/08/07	1	Pages: 1	0.10
06/08/07	2	Pages: 2	0.20
06/11/07	10	Pages: 10	1.00
06/18/07	206	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 206	20.60
06/18/07	42	Pages: 42	4.20
06/18/07	407	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 407	40.70
06/22/07	46	Pages: 46	4.60
06/22/07	31	Pages: 31	3.10
06/22/07	31	Pages: 31	3.10
06/22/07	34	Pages: 34	3.40
06/22/07	46	Pages: 46	4.60
06/22/07	34	Pages: 34	3.40
06/22/07	31	Pages: 31	3.10
06/22/07	49	Pages: 49	4.90
06/22/07	34	Pages: 34	3.40
06/23/07	44	Pages: 44	4.40
06/23/07	46	Pages: 46	4.60
06/23/07	31	Pages: 31	3.10
06/23/07	26	Pages: 26	2.60
06/23/07	26	Pages: 26	2.60
06/23/07	47	Pages: 47	4.70
06/25/07	34	Pages: 34	3.40
06/25/07	33	Pages: 33	3.30
06/25/07	46	Pages: 46	4.60
06/25/07	58	Pages: 58	5.80
06/26/07	25	Pages: 25	2.50
06/26/07	14	Pages: 14	1.40
06/26/07	96	Pages: 96	9.60
06/26/07	43	Pages: 43	4.30
06/26/07	96	Pages: 96	9.60
06/26/07	96	Pages: 96	9.60
06/26/07	26	Pages: 26	2.60
06/26/07	25	Pages: 25	2.50
06/26/07	7	Pages: 7	0.70
06/26/07	25	Pages: 25	2.50
06/26/07	14	Pages: 14	1.40
06/26/07	26	Pages: 26	2.60
06/27/07	2	Pages: 2	0.20
06/27/07	109	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 109	10.90

Client: DELPHI CORPORATION
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07/25/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
06/27/07	27	Pages: 27	2.70
06/27/07	2	Pages: 2	0.20
06/28/07	25	Pages: 25	2.50
06/28/07	27	Pages: 27	2.70
06/28/07	92	COPYING (COPITRAK-INTERNAL) NINO LINDA	9.20
		Pages: 92	
* * SUBTOTAL: COPYING			263.60

ONLINE RESEARCH

06/18/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	901.29
06/23/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	921.54
06/25/07	1	ONLINE RESEARCH - WESTLAW MARK A KANAGA	132.62
06/28/07	1	ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR	10.35
* * SUBTOTAL: ONLINE RESEARCH			1,965.80

DELIVERY SERVICES/MESSENGERS

06/25/07	1	DELIVERY SERVICES/MESSENGERS 1638300	26.62
		FRANK KUPLICKI DELPHI CORPORATION LEGAL STAFF	
* * SUBTOTAL: DELIVERY SERVICES/MESSENGERS			26.62

LOCAL TRAVEL

06/23/07	1	LOCAL TRAVEL (TAXI)	26.11
* * SUBTOTAL: LOCAL TRAVEL			26.11

EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL

07/23/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN	519.74
		2/10-12 STRATEGY MTGS AT DELPHI-DETROIT	
07/23/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN	64.52
		2/10-12 STRATEGY MTGS AT DELPHI-DETROIT	
07/23/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN	8.97
		2/1-2 ATTEND MTGS RE: CLAIMS, 1113 ISSUES-DETROIT	
07/23/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN	416.39
		2/1-2 ATTEND MTGS RE: CLAIMS, 1113 ISSUES-DETROIT	
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			1,009.62

SCANNING SERVICES

06/05/07	5	SCANNING SERVICES (ACCURROUTE) Nino, Linda	0.50
		Pages: 5	
06/05/07	6	SCANNING SERVICES (ACCURROUTE) Nino, Linda	0.60
		Pages: 6	
06/05/07	45	SCANNING SERVICES (ACCURROUTE) Nino, Linda	4.50
		Pages: 45	
06/12/07	1	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy	0.10
		Pages: 1	

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

07/25/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
06/13/07	1	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 1	0.10
06/13/07	2	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 2	0.20
06/13/07	1	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 1	0.10
06/13/07	45	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 45	4.50
06/13/07	42	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 42	4.20
06/14/07	1	SCANNING SERVICES (ACCURROUTE) Rivera, Nancy Pages: 1	0.10
* * SUBTOTAL: SCANNING SERVICES			14.90
TOTAL			3,306.65

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

AUGUST 31, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 698790
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 48,184.00
TOTAL SUPPORT SERVICES AND CHARGES.....	\$ 948.21
TOTAL AMOUNT OF THIS INVOICE	\$ 49,132.21
LESS 20% HOLDBACK FEE.....	\$ (9,636.80)
BALANCE DUE.....	\$ 39,495.41

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

August 31, 2007

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098INVOICE NUMBER: 698790
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH JULY 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
07/08/07	TA JERMAN	REVIEW / ANALYZE E-MAILS, DOCUMENTS REGARDING IUE NEGOTIATIONS, MOTION TO APPROVE UAW AGREEMENT	1.80
07/09/07	J KASTIN	TELECONFERENCE WITH B. SAX AND SKADDEN REGARDING APPROVAL MOTIONS	.50
07/09/07	J KASTIN	PARTICIPATE IN SKADDEN WEEKLY CASE STATUS CALL	.70
07/09/07	J KASTIN	RESEARCH REGARDING APPROVAL OF MODIFICATION TO RETIREE WELFARE BENEFITS	.70
07/09/07	J KASTIN	REVIEW IUE-CWA AND USW SETTLEMENT PROPOSALS AND ISSUES REGARDING MODIFICATION TO RETIREE WELFARE BENEFITS	2.20
07/10/07	J KASTIN	CONFERENCE CALL WITH B. SAX, A. HOGAN, K. RAMLO AND J. GUGLIEMO REGARDING UCC QUESTIONS REGARDING THE UAW SETTLEMENT	1.00
07/10/07	J KASTIN	REVIEW CORRESPONDENCE FROM LATHAM AND SKADDEN REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT	.80

DATE	NAME	DESCRIPTION	HOURS
07/10/07	J KASTIN	CONFERENCE CALL WITH LATHAM, SKADDEN AND DELPHI REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT	1.30
07/10/07	J KASTIN	REVIEW MATERIALS REGARDING THE UCC'S QUESTIONS ABOUT THE UAW SETTLEMENT AGREEMENT; CORRESPONDENCE WITH B. SAX REGARDING SAME	.80
07/11/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING FUTURE SETTLEMENT AGREEMENT APPROVAL MOTIONS	.40
07/11/07	TA JERMAN	REVIEW / ANALYZE E-MAILS, DOCUMENTS REGARDING IUE NEGOTIATIONS, MOTION TO APPROVE UAW AGREEMENT	1.40
07/12/07	J KASTIN	REVIEW CORRESPONDENCE REGARDING QUESTIONS RAISED WITH RESPECT TO THE UAW SETTLEMENT AGREEMENT AND APPROVAL MOTION	.40
07/12/07	J KASTIN	DRAFT UAW SETTLEMENT APPROVAL MOTION SCRIPT AND PROFFER	.70
07/13/07	J KASTIN	DRAFT AND DISTRIBUTE SCRIPT AND PROFFER FOR HEARING ON APPROVAL OF THE UAW SETTLEMENT AGREEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	5.20
07/15/07	TA JERMAN	REVIEW / ANALYZE IUE MOU, ATTACHMENTS	1.20
07/16/07	J KASTIN	PARTICIPATE IN WEEKLY CASE STATUS CALL WITH SKADDEN TEAM	.70
07/16/07	J KASTIN	REVIEW IUE-CWA SETTLEMENT PROPOSAL	.60
07/16/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS WITH IUE	1.80
07/17/07	J KASTIN	TELECONFERENCE WITH SKADDEN LABOR TEAM REGARDING PREPARATION FOR 7/19 UAW SETTLEMENT APPROVAL HEARING	.30

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

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AUGUST 31, 2007
 Invoice 698790
 Page No. 4

DATE	NAME	DESCRIPTION	HOURS
07/23/07	J KASTIN	CONFERENCE CALL WITH SKADDEN REGARDING THE IAM'S EPCA-RELATED INFORMATION REQUESTS	.50
07/23/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING THE IAM'S INFORMATION REQUESTS	.20
07/23/07	J KASTIN	CORRESPONDENCE WITH M. KANAGA AND SKADDEN REGARDING RESEARCH ON APPLICATION OF BANKRUPTCY STAY ON RIGHT TO REJECT COLLECTIVE BARGAINING AGREEMENTS	.30
07/23/07	J KASTIN	REVIEW INFORMATION REGARDING NON-REPRESENTED EMPLOYEES AND RETIREES; DRAFT AND DSITRIBUTE MOTION REGARDING MODIFICATION TO OPEB FOR SAME	2.30
07/23/07	J KASTIN	REVIEW RESEARCH REGARDING APPLICATION OF BANKRUPTCY STAY ON RIGHT TO REJECT COLLECTIVE BARGAINING AGREEMENTS	.50
07/24/07	M KANAGA	RESEARCH AUTOMATIC STAY PROVISIONS FOR COLLECTIVE BARGAINING AGREEMENTS	2.40
07/24/07	M JANIAK OLIVER	REVIEW IUE-CWA/HEALTH PLAN AGREEMENT FOR TERMINATION PROVISION	.50
07/24/07	D AMBERKAR	REVIEW UAW AND IUE COLLECTIVE BARGAINING AGREEMENT FOR RELEVANT PROVISIONS	1.30
07/24/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING MOTION FOR APPROVAL OF MODIFICATIONS TO NON-REPRESENTED OPEB	.60
07/24/07	J KASTIN	REVIEW COMMENTS TO MOTION FOR APPROVAL OF MODIFICATION TO NON-REPRESENTED OPEB	1.20
07/24/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING THE IAM'S EPCA-RELATED INFORMATION REQUESTS	.20
07/24/07	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE, DRAFT AGREEMENTS REGARDING IUE, SPLINTER UNIONS, GM	1.70

Client: DELPHI CORPORATION
 Matter: SECTION 1113/1114 ADVICE
 File No.: 0207998-00001

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 Invoice 698790
 Page No. 5

DATE	NAME	DESCRIPTION	HOURS
07/25/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING RESPONSES TO THE IAM'S QUESTIONS REGARDING THE MODIFIED EPCA	.40
07/25/07	J KASTIN	REVIEW DRAFT IUE-CWA MEMORANDUM OF UNDERSTANDING CORRESPONDENCE WITH B. SAX REGARDING SAME	.60
07/25/07	TA JERMAN	REVIEW / ANALYZE CORRESPONDENCE, DRAFT AGREEMENTS REGARDING IUE, SPLINTER UNIONS, GM	1.30
07/26/07	J KASTIN	CORRESPONDENCE WITH SKADDEN REGARDING MOTION APPROVING MODIFICATION TO RETIREE BENEFITS FOR CERTAIN UNREPRESENTED RETIREES	.20
07/26/07	J KASTIN	REVIEW MOTION TO APPROVE IUOE, IAM AND IBEW SETTLEMENT AGREEMENTS	.60
07/26/07	J KASTIN	REVIEW CORRESPONDENCE REGARDING THE IAM'S QUESTIONS REGARDING A NEW EPCA	.40
07/26/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS, MOTIONS FOR APPROVAL	2.50
07/26/07	TA JERMAN	REVIEW / ANALYZE DRAFT FEE APPLICATION	1.00
07/27/07	TA JERMAN	REVIEW / ANALYZE DRAFT AGREEMENTS, MOTIONS FOR APPROVAL	3.80
07/30/07	J KASTIN	PARTICIPATE IN CONFERENCE CALL WITH B. SAX, T. JERMAN AND THE SKADDEN LABOR TEAM REGARDING STRATEGY FOR 1113/1114 SETTLEMENT APPROVAL MOTIONS	1.00
07/30/07	J KASTIN	REVIEW GM-DELPHI OPEB TERM SHEET AND BEGIN REVISIONS TO APPROVAL MOTION FOR MODIFICATION OF RETIREE WELFARE BENEFITS FOR UNREPRESENTED EMPLOYEES AND RETIREES	.90
07/31/07	J KASTIN	REVIEW AND REVISE MOTION TO APPROVE SPLINTER SETTLEMENT AGREEMENTS AND MODIFICATIONS TO RETIREE HEALTH AND WELFARE FOR UNREPRESENTED RETIREES; CORRESPONDENCE WITH SKADDEN REGARDING SAME	1.20

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

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AUGUST 31, 2007
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DATE	NAME	DESCRIPTION	HOURS
07/31/07	TA JERMAN	REVIEW / ANALYZE DRAFT MOTIONS FOR APPROVAL OF UNION AGREEMENTS	2.40
* * Subtotal:			65.40
7 : FEE/EMPLOYMENT APPLICATIONS			
07/02/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	.20
07/03/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.20
07/05/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.40
07/05/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	1.80
07/06/07	S HAUF	COORDINATE EXHIBITS WITH PARALEGAL FOR FEE APPLICATION	.20
07/09/07	M WOO	PREPARE FEE APPLICATION EXHIBITS	3.60
07/13/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	3.50
07/23/07	S HAUF	DRAFT AND REVISE FEE APPLICATION AND EXHIBITS	.40
07/26/07	J KASTIN	REVIEW FIFTH INTERIM FEE APPLICATION; CORRESPONDENCE WITH S. HAUF REGARDING SAME	.30
07/26/07	S HAUF	FINALIZE FEE APPLICATION AND EXHIBITS	.80
07/27/07	J KASTIN	CORRESPONDENCE WITH S, HAUF REGARDING FIFTH INTERIM FEE APPLICATION	.20
07/31/07	S HAUF	COMMUNICATIONS WITH J. KASTIN AND T. JERMAN REGARDING FEE APPLICATION	.70
07/31/07	S HAUF	REVIEW AND ANALYZE FEE EXHIBITS AND APPLICATION AND FINALIZE; COMMUNICATIONS WITH J. KASTIN AND T. JERMAN REGARDING SAME	3.00

DATE	NAME	DESCRIPTION	HOURS
07/31/07	J KASTIN	REVIEW, REVISE, SERVE AND FILE FIFTH INTERIM FEE APPLICATION; CORRESPONDENC WITH T. JERMAN AND S. HAUF REGARDING SAME	1.80
07/31/07	KR WHITMAN	REVIEW AND EFILE FEE APPLICATION PAPERS.	1.00
* * Subtotal:			20.10
TOTAL CHARGEABLE HOURS			85.50

FEES \$48,184.00 *

SUPPORT SERVICES AND CHARGES

COPYING	233.20
ONLINE RESEARCH	278.63
EXPENSE REPORT OTHER - INCL. OUT OF TOWN	425.48
SCANNING SERVICES	10.90

TOTAL SUPPORT SERVICES AND CHARGES -----	\$948.21 *

TOTAL CURRENT INVOICE \$49,132.21 *

Outstanding Invoices as of September 5, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60
695713	07/25/07	108,417.65	.00	.00	108,417.65

TOTAL PRIOR DUE \$247,173.39 *

05-44481-rdd Doc 11176-4 Filed 11/30/07 Entered 11/30/07 15:00:35 Exhibit D
Client: DELPHI CORPORATION Pg 22 of 40
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001
AUGUST 31, 2007
Invoice 698790
Page No. 8
=====

TOTAL AMOUNT DUE ----- \$296,305.60 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

● Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
10	: LITIGATION MATTERS (1113/1114)			
	DEEPA AMBEKAR ASSOCIATE	1.30	390.00	\$507.00
	MELISSA JANIAC OLIVER ASSOCIATE	.50	390.00	\$195.00
	TOM A. JERMAN PARTNER	24.40	795.00	\$19,398.00
	MARK A KANAGA ASSOCIATE	2.40	330.00	\$792.00
	JESSICA KASTIN ASSOCIATE	36.40	550.00	\$20,020.00
	JEFFREY I. KOHN PARTNER	.40	875.00	\$350.00
		-----		-----
	* * Subtotal:	65.40		\$41,262.00
7	: FEE/EMPLOYMENT APPLICATIONS			
	STACY HAUF ASSOCIATE	13.20	360.00	\$4,752.00
	JESSICA KASTIN ASSOCIATE	2.30	550.00	\$1,265.00
	KEITH R WHITMAN ADMINISTRATION	1.00	275.00	\$275.00
	MICHELLE WOO PARALEGAL	3.60	175.00	\$630.00
		-----		-----
	* * Subtotal:	20.10		\$6,922.00
	* * GRAND TOTAL:	85.50		\$48,184.00

Client: DELPHI CORPORATION Pg 24 of 40
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
07/02/07	235	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 235	23.50
07/02/07	31	Pages: 31	3.10
07/02/07	10	Pages: 10	1.00
07/03/07	358	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 358	35.80
07/10/07	301	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 301	30.10
07/10/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
07/11/07	31	Pages: 31	3.10
07/11/07	15	Pages: 15	1.50
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	12	Pages: 12	1.20
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	7	Pages: 7	0.70
07/11/07	20	Pages: 20	2.00
07/11/07	20	Pages: 20	2.00
07/11/07	2	Pages: 2	0.20
07/11/07	12	Pages: 12	1.20
07/11/07	15	Pages: 15	1.50
07/11/07	10	Pages: 10	1.00
07/11/07	14	Pages: 14	1.40
07/11/07	20	Pages: 20	2.00
07/11/07	15	Pages: 15	1.50
07/11/07	3	Pages: 3	0.30
07/11/07	20	Pages: 20	2.00
07/11/07	5	Pages: 5	0.50
07/11/07	14	Pages: 14	1.40
07/11/07	10	Pages: 10	1.00
07/12/07	14	Pages: 14	1.40
07/12/07	14	Pages: 14	1.40
07/12/07	20	Pages: 20	2.00
07/17/07	9	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 9	0.90
07/18/07	39	Pages: 39	3.90
07/20/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
07/20/07	12	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 12	1.20
07/23/07	26	Pages: 26	2.60
07/24/07	535	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 535	53.50
07/24/07	26	Pages: 26	2.60
07/26/07	4	Pages: 4	0.40
07/26/07	1	Pages: 1	0.10
07/26/07	9	Pages: 9	0.90
07/26/07	6	Pages: 6	0.60

Client: DELPHI CORPORATION Pg 25 of 40

08/31/07

Matter: SECTION 1113/1114 ADVICE

File No.: 0207998-00001

DATE	QUANTITY	DESCRIPTION	AMOUNT
07/26/07	9	Pages: 9	0.90
07/26/07	4	Pages: 4	0.40
07/26/07	20	Pages: 20	2.00
07/26/07	2	Pages: 2	0.20
07/26/07	8	Pages: 8	0.80
07/26/07	41	Pages: 41	4.10
07/27/07	3	Pages: 3	0.30
07/27/07	3	Pages: 3	0.30
07/27/07	5	Pages: 5	0.50
07/27/07	5	Pages: 5	0.50
07/27/07	2	Pages: 2	0.20
07/27/07	3	Pages: 3	0.30
07/27/07	25	Pages: 25	2.50
07/27/07	5	Pages: 5	0.50
07/27/07	23	Pages: 23	2.30
07/27/07	4	Pages: 4	0.40
07/27/07	2	Pages: 2	0.20
07/27/07	25	Pages: 25	2.50
07/30/07	210	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 210	21.00
* * SUBTOTAL: COPYING			233.20
ONLINE RESEARCH			
07/24/07	1	ONLINE RESEARCH - WESTLAW MARK A KANAGA	278.63
* * SUBTOTAL: ONLINE RESEARCH			278.63
EXPENSE REPORT OTHER - INCL. OUT OF TRAVEL			
08/01/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/1 MEAL-TRIP TO DETROIT	29.91
08/01/07	1	OUT-OF-TOWN TRAVEL (EXPENSE REPORT-MEALS) - - VENDOR: TOM A. JERMAN 2/11-12 DELPHI STRATEGY MTGS IN DETROIT	98.68
08/01/07	1	EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL - - VENDOR: TOM A. JERMAN 2/11-12 DELPHI STRATEGY MTGS IN DETROIT	296.89
* * SUBTOTAL: EXPENSE REPORT OTHER - INCL. OUT OF TOWN TRAVEL			425.48
SCANNING SERVICES			
07/02/07	11	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 11	1.10
07/09/07	4	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 4	0.40
07/16/07	9	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 9	0.90
07/16/07	10	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 10	1.00
07/16/07	7	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 7	0.70
07/16/07	7	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 7	0.70
07/18/07	1	SCANNING SERVICES (ACCURROUTE) Nino,	0.10

DATE	QUANTITY	DESCRIPTION	AMOUNT
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCURROUTE) Nino,	0.10
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCURROUTE) Nino,	0.10
07/18/07	1	Linda Pages: 1 SCANNING SERVICES (ACCURROUTE) Nino,	0.10
07/20/07	15	Linda Pages: 1 SCANNING SERVICES (ACCURROUTE) Scott,	1.50
07/20/07	1	Sabrina Pages: 15 SCANNING SERVICES (ACCURROUTE) Nino,	0.10
07/20/07	15	Linda Pages: 1 SCANNING SERVICES (ACCURROUTE) Scott,	1.50
07/31/07	26	Sabrina Pages: 15 SCANNING SERVICES (ACCURROUTE) Hauf,	2.60
		Stacy J. Pages: 26	
* * SUBTOTAL: SCANNING SERVICES			10.90
TOTAL			948.21

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

SEPTEMBER 30, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 704316
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 30,382.00
TOTAL SUPPORT SERVICES AND CHARGES	\$ 612.45
TOTAL AMOUNT OF THIS INVOICE	\$ 30,994.45
LESS 20% HOLDBACK FEE.....	\$ (6,076.40)
BALANCE DUE.....	\$ 24,918.05

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP -P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

September 30, 2007

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 704316
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

=====

FOR PROFESSIONAL SERVICES RENDERED THROUGH AUGUST 31, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
08/01/07	J KASTIN	DRAFT, REVIEW AND REVISE APPROVAL MOTION FOR SPLINTER UNION SETTLEMENT AGREEMENT AND MODIFICATIONS TO NON-REPRESENTED RETIREE BENEFITS	2.40
08/01/07	J KASTIN	REVIEW FINAL SPLINTER UNION SETTLEMENT AGREEMENTS	.80
08/02/07	J KASTIN	ATTEND 1113 STATUS CONFERENCE BEFORE JUDGE DRAIN	2.00
08/02/07	J KASTIN	DRAFT AND DISTRIBUTE GM/DELPHI TERM SHEET REGARDING OPEB FOR UNREPRESENTED EMPLOYEES; REVIEW APPROVAL MOTION REGARDING SAME	1.10
08/02/07	TA JERMAN	ATTEND STATUS CONFERENCE	.80
08/02/07	TA JERMAN	REVIEW / ANALYZE SPLINTER UNION AGREEMENTS	1.70
08/02/07	J KASTIN	REVIEW SPLINTER UNION MEMORANDA OF UNDERSTANDING	1.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

SEPTEMBER 30, 2007
Invoice 704316
Page No. 2

DATE	NAME	DESCRIPTION	HOURS
08/02/07	J KASTIN	CORRESPONDENCE WITH B. SAX REGARDING APPROVAL MOTION FOR SPLINTER SETTLEMENT AGREEMENTS AND MODIFICATION OF NON-REPRESENTED RETIREE BENEFITS	.20
08/02/07	J KASTIN	REVISE APPROVAL MOTION FOR SPLINTER UNION SETTLEMENT AGREEMENTS AND MODIFICATION OF NON-REPRESENTED RETIREE BENEFITS	.40
08/03/07	D AMBERKAR	LEGAL RESEARCH REGARDING LABOR STRATEGY	2.00
08/03/07	TA JERMAN	REVIEW / ANALYZE MOTIONS TO APPROVE IUE, SPLINTER UNION AGREEMENTS	3.30
08/03/07	TA JERMAN	CORRESPOND WITH J. KASTIN REGARDING SPLINTER UNION ISSUES, MOTIONS	.60
08/03/07	J KASTIN	REVIEW CASE LAW AND ISSUES RAISED BY THE IUE-CWA REGARDING SECTION 302 EXCEPTIONS TO EMPLOYER PAYMENTS TO LABOR ORGANIZATIONS; CORRESPONDENCE WITH B. SAX AND D. AMBEKAR REGARDING SAME	2.40
08/03/07	J KASTIN	REVIEW AND REVISE TERM SHEET BETWEEN GM AND DELPHI REGARDING MODIFICATION OF BENEFITS FOR NON-REPRESENTED EMPLOYEES AND RETIREES; CORRESPONDENCE WITH B. SAX REGARDING SAME	.40
08/03/07	J KASTIN	TELECONFERENCE WITH B. MEHLSACK REGARDING INTERNATIONAL PARTICIPATION IN IUOE MEMORANDUM OF UNDERSTANDING	.40
08/03/07	J KASTIN	CORRESPONDENCE WITH J. BERKE, T. JERMAN AND B. SAX REGARDING POTENTIAL SIDE LETTER AGREEMENT WITH THE IUOE INTERNATIONAL UNION	1.10
08/03/07	J KASTIN	REVIEW AND REVISE MOTION FOR APPROVAL OF SPLINTER UNION SETTLEMENT AGREEMENTS; CORRESPONDENCE WITH R.D. KOHUT REGARDING SAME	.70
08/04/07	J KASTIN	REVIEW CASE LAW ON SECTION 302 EXCEPTIONS; CORRESPONDENCE WITH B. SAX REGARDING SAME	.60

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

SEPTEMBER 30, 2007
Invoice 704316
Page No. 3

DATE	NAME	DESCRIPTION	HOURS
08/04/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING IUOE SIDE LETTER; NON-REPRESENTED GM/DELPHI TERM SHEET; AND SPLINTER UNION MEMORANDA OF AGREEMENT	.40
08/05/07	TA JERMAN	REVIEW / ANALYZE REVISED MOTIONS TO APPROVE IUE, SPLINTER UNION AGREEMENTS	1.80
08/05/07	J KASTIN	CORRESPONDENCE WITH B. SAX AND SKADDEN REGARDING MOTION TO APPROVE SPLINTER UNION SETTLEMENT AGREEMENTS AND MODIFICATIONS TO NON-REPRESENTED RETIREE BENEFITS	.40
08/06/07	TA JERMAN	CORRESPOND WITH SKADDEN, J. KASTIN REGARDING NON-REPRESENTED EMPLOYEES, MOTION TO APPROVE AGREEMENTS	1.40
08/06/07	R NEGLIA	COMPILE AGREEMENTS FOR D. AMBEKAR'S REVIEW	1.80
08/06/07	D AMBERKAR	LABOR STRATEGY CALL WITH J. BUTLER, J. KASTIN, R. KOHT AND T. MATZ	.80
08/06/07	D AMBERKAR	REVIEW AND REVISE SETTLEMENT APPROVAL MOTION	1.00
08/06/07	J KASTIN	LABOR STRATEGY CALL WITH J. BUTLER, J. BERKE, T. JERMAN, R. KOHUT AND D. AMBEKAR	.80
08/06/07	J KASTIN	REVIEW CORRESPONDENCE AMONG DELPHI, SKADDEN AND WEIL REGARDING LABOR STRATEGY AND REVISIONS TO APPROVAL MOTION	.60
08/08/07	TA JERMAN	REVIEW / ANALYZE USW PROPOSALS	1.10
08/12/07	TA JERMAN	REVIEW / ANALYZE USW PROPOSALS	1.10
08/13/07	J KASTIN	PARTICIPATE WITH RESPECT TO LABOR MATTERS IN SKADDEN WEEKLY STATUS CONFERENCE CALL	.60
08/15/07	TA JERMAN	REVIEW / ANALYZE USW AGREEMENTS	.70

Client: DELPHI CORPORATION
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DATE	NAME	DESCRIPTION	HOURS
08/15/07	J KASTIN	REVIEW DECLARATIONS IN SUPPORT OF SPLINTER UNION AND NON-REPRESENTED SETTLEMENT APPROVAL MOTIONS	.60
08/15/07	J KASTIN	REVIEW DRAFT USW AGREEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	1.20
08/16/07	J KASTIN	ATTEND HEARING ON APPROVAL OF SPLINTER AND IUE-CWA SETTLEMENT AGREEMENTS	1.50
08/16/07	TA JERMAN	ATTEND STATUS CONFERENCE	.50
08/16/07	J KASTIN	REVIEW IUE-CWA AND SPLINTER UNION PROPOSED ORDERS	.50
08/16/07	J KASTIN	REVIEW DRAFT USW SETTLEMENT APPROVAL MOTION AND SETTLEMENT AGREEMENT	1.20
08/17/07	TA JERMAN	REVIEW / ANALYZE MOTION REGARDING USW AGREEMENTS	1.70
08/17/07	TA JERMAN	CORRESPOND WITH J. KASTIN, SKADDEN, B. SAX, C. MCWEE REGARDING INFORMATION IN DATA ROOM	.70
08/17/07	J KASTIN	CORRESPONDENCE WITH SKADDEN, C. MCWEE AND T. JERMAN REGARDING EPCA LABOR-RELATED DILIGENCE	.30
08/17/07	J KASTIN	REVIEW APPROVAL MOTION AND ACCOMPANYING DOCUMENTS FOR USW SETTLEMENT	1.10
08/17/07	J KASTIN	REVIEW LABOR DATA ROOM INDEX REGARDING POTENTIAL INDICATIONS OF REDACTED OR PRIVILEGED INFORMATION FOR EPCA-RELATED DUE DILIGENCE	.60
08/19/07	TA JERMAN	CORRESPOND WITH J. KASTIN, SKADDEN REGARDING INFORMATION IN DATA ROOM	.60
08/20/07	D AMBERKAR	REVIEW AND REVISE DOCUMENTS RELATED TO UNION SETTLEMENT AGREEMENT	1.20
08/20/07	J KASTIN	CORRESPONDENCE WITH C. MCWEE, B. SAX AND T. JERMAN REGARDING EPCA DILLIGENCE RELATED TO INFORMATION IN THE 1113/1114 LABOR DATA ROOM	.40

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
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SEPTEMBER 30, 2007
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DATE	NAME	DESCRIPTION	HOURS
08/21/07	J KASTIN	REVIEW MATERIALS AND CORRESPONDENCE WITH SKADDEN REGARDING EPCA DUE DILLIGENCE ON FOREIGN BENEFIT PLANS	.40
08/21/07	D AMBERKAR	REVIEW DOCUMENTS RELATING TO THE UNITED STEELWORKERS SETTLEMENT	.10
08/21/07	R NEGLIA	CONFER WITH D. AMBEKAR RE: EXHIBITS NEEDED; LOCATE EXHIBITS; COMPILE SAME FOR D. AMBEKAR'S REVIEW	2.70
08/22/07	R NEGLIA	ATTENTION TO HEARING MATERIALS; COMPILE SAME FOR ATTORNEY REVIEW	1.20
08/28/07	J KASTIN	PARTICIPATE IN SKADDEN CASE STATUS CONFERENCE CALL	.70
08/29/07	D AMBERKAR	ATTEND UNITED STEELWORKERS SETTLEMENT APPROVAL HEARING	1.00
* * Subtotal:			52.70
7 : FEE/EMPLOYMENT APPLICATIONS			
08/01/07	J KASTIN	CORRESPONDENCE SKADDEN, T. JERMAN AND S. HAUF REGARDING FEE APPLICATION	.40
* * Subtotal:			.40
TOTAL CHARGEABLE HOURS -----			53.10
FEES -----			\$30,382.00 *
SUPPORT SERVICES AND CHARGES			

COPYING		301.50	
ONLINE RESEARCH		98.78	
DELIVERY SERVICES/MESSENGERS		186.06	
LOCAL TRAVEL		26.11	

TOTAL SUPPORT SERVICES AND CHARGES -----			\$612.45 *

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TOTAL CURRENT INVOICE----- \$30,994.45 *

Outstanding Invoices as of October 2, 2007

Invoice	Date	Inv. Amount	Payments	Adj	Balance
635645	11/30/05	87,004.34	.00	.00	87,004.34
682518	03/26/07	275,403.52	240,513.12	.00	34,890.40
686152	04/27/07	232,125.95	226,257.45	.00	5,868.50
689250	05/30/07	64,149.86	59,047.96	.00	5,101.90
692043	06/30/07	34,090.51	28,199.91	.00	5,890.60
695713	07/25/07	108,417.65	87,395.45	.00	21,022.20
698790	08/31/07	49,132.21	.00	.00	49,132.21

TOTAL PRIOR DUE ----- \$208,910.15 *

TOTAL AMOUNT DUE ----- \$239,904.60 **

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224
Please include invoice number or matter number in Advice

For questions please contact Rachel Chan at (213) 430-6459.

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

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SECTION 1113/1114 ADVICE

THE FOLLOWING IS A SUMMARY OF THE TIME DEDICATED TO THIS MATTER BY THE FIRM'S PROFESSIONAL STAFF:

		<u>HOURS</u>	<u>RATE</u>	<u>FEES</u>
10 : LITIGATION MATTERS (1113/1114)				
DEEPA AMBEKAR	ASSOCIATE	6.10	390.00	\$2,379.00
TOM A. JERMAN	PARTNER	16.00	795.00	\$12,720.00
JESSICA KASTIN	ASSOCIATE	24.90	550.00	\$13,695.00
ROSS NEGLIA	PARALEGAL	5.70	240.00	\$1,368.00
		-----		-----
* * Subtotal:		52.70		\$30,162.00
7 : FEE/EMPLOYMENT APPLICATIONS				
JESSICA KASTIN	ASSOCIATE	.40	550.00	\$220.00
		-----		-----
* * Subtotal:		.40		\$220.00
* * GRAND TOTAL:		53.10		\$30,382.00

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
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09/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
08/01/07	26	Pages: 26	2.60
08/02/07	274	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 274	27.40
08/03/07	11	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 11	1.10
08/05/07	13	Pages: 13	1.30
08/05/07	4	Pages: 4	0.40
08/05/07	19	Pages: 19	1.90
08/05/07	39	Pages: 39	3.90
08/06/07	39	Pages: 39	3.90
08/07/07	933	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 933	93.30
08/07/07	1	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 1	0.10
08/13/07	41	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 41	4.10
08/15/07	19	Pages: 19	1.90
08/15/07	22	Pages: 22	2.20
08/15/07	173	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 173	17.30
08/15/07	25	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 25	2.50
08/21/07	248	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 248	24.80
08/21/07	10	COPYING (COPITRAK-INTERNAL) NEGLIA ROSS Pages: 10	1.00
08/21/07	481	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 481	48.10
08/27/07	1	Pages: 1	0.10
08/27/07	3	Pages: 3	0.30
08/27/07	193	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 193	19.30
08/27/07	4	Pages: 4	0.40
08/27/07	5	Pages: 5	0.50
08/27/07	1	Pages: 1	0.10
08/27/07	3	Pages: 3	0.30
08/27/07	13	Pages: 13	1.30
08/27/07	2	Pages: 2	0.20
08/27/07	7	Pages: 7	0.70
08/27/07	3	Pages: 3	0.30
08/27/07	4	Pages: 4	0.40
08/27/07	1	Pages: 1	0.10
08/27/07	2	Pages: 2	0.20
08/27/07	5	Pages: 5	0.50
08/29/07	38	Pages: 38	3.80
08/29/07	7	Pages: 7	0.70
08/30/07	8	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 8	0.80
08/31/07	275	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 275	27.50

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

09/30/07

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DATE          QUANTITY      DESCRIPTION                                AMOUNT
08/31/07      62           COPYING (COPITRAK-INTERNAL) NINO LINDA          6.20
                               Pages: 62
* * SUBTOTAL:  COPYING                                301.50

ONLINE RESEARCH
08/03/07      1           ONLINE RESEARCH - WESTLAW DEEPA AMBEKAR          98.78
* * SUBTOTAL:  ONLINE RESEARCH                        98.78

DELIVERY SERVICES/MESSENGERS
08/23/07      1           DELIVERY SERVICES/MESSENGERS 1646831          186.06
                               SEE LIST SEE LIST SEE LIST
* * SUBTOTAL:  DELIVERY SERVICES/MESSENGERS          186.06

LOCAL TRAVEL
08/03/07      1           LOCAL TRAVEL (TAXI)                             26.11
* * SUBTOTAL:  LOCAL TRAVEL                           26.11

TOTAL                                                612.45
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O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET

15TH FLOOR

LOS ANGELES, CA 90071

OCTOBER 30, 2007

DELPHI CORPORATION
DAVID SHERBIN, ESQ.
5725 DELPHI DRIVE
TROY, MI 48098

INVOICE NUMBER: 704746
MATTER NUMBER: 0207998-00001

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

REMITTANCE COPY

RE: SECTION 1113/1114 ADVICE

FEES	\$ 635.00
TOTAL SUPPORT SERVICES AND CHARGES.....	\$ 274.40
TOTAL AMOUNT OF THIS INVOICE	\$ 909.40
LESS 20% HOLDBACK FEE.....	\$ (127.00)
BALANCE DUE.....	\$ 782.40

Please Remit Payment to:

By Mail:

O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer:

Citibank, N.A., NY, ABA #021000089, Beneficiary: O'Melveny & Myers LLP, #4078-0224

Please include invoice number or matter number in Advice

For questions please contact Rachel Chan (213) 430-6459

O'MELVENY & MYERS LLP

400 SOUTH HOPE STREET
15TH FLOOR
LOS ANGELES, CA 90071

October 30, 2007

INVOICE NUMBER: 704746

MATTER NUMBER: 0207998-00001

DAVID SHERBIN, ESQ.
WORLD HEADQUARTERS AND CUSTOMER CENTER
DELPHI CORPORATION
5725 DELPHI DRIVE
TROY, MI 48098

Requesting Attorney: ROBERT A. SIEGEL

Tax Identification No: 95-1066597

FOR PROFESSIONAL SERVICES RENDERED THROUGH SEPTEMBER 30, 2007

SECTION 1113/1114 ADVICE

DATE	NAME	DESCRIPTION	HOURS
10 : LITIGATION MATTERS (1113/1114)			
09/04/07	J KASTIN	REVIEW GM'S COMMENTS TO THE COMPANY'S DISCLOSURE STATEMENT; CORRESPONDENCE WITH SKADDEN REGARDING SAME	.40
09/06/07	J KASTIN	REVIEW INFORMATIONAL NOTICES TO EMPLOYEES REGARDING RELEASES UNDER PROPOSED PLAN OF REORGANIZATION	.40
09/24/07	D AMBERKAR	REVIEW DOCUMENTS FOR REORGANIZATION PLAN	.50
* * Subtotal:			1.30
TOTAL CHARGEABLE HOURS -----			1.30
FEES -----			\$635.00 *

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

10/30/07

DATE	QUANTITY	DESCRIPTION	AMOUNT
COPYING			
09/05/07	2	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 2	0.20
09/10/07	72	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 72	7.20
09/10/07	76	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 76	7.60
09/10/07	224	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 224	22.40
09/10/07	67	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 67	6.70
09/10/07	233	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 233	23.30
09/10/07	90	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 90	9.00
09/10/07	415	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 415	41.50
09/10/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/11/07	273	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 273	27.30
09/11/07	12	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 12	1.20
09/11/07	9	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 9	0.90
09/12/07	433	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 433	43.30
09/12/07	21	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 21	2.10
09/13/07	29	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 29	2.90
09/17/07	3	COPYING (COPITRAK-INTERNAL) CALDWELL TERRI Pages: 3	0.30
09/18/07	1	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 1	0.10
09/18/07	10	Pages: 10	1.00
09/18/07	496	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 496	49.60
09/19/07	32	COPYING (COPITRAK-INTERNAL) JERMAN TOM A. Pages: 32	3.20
09/19/07	6	COPYING (COPITRAK-INTERNAL) JERMAN TOM A. Pages: 6	0.60
09/28/07	238	COPYING (COPITRAK-INTERNAL) NINO LINDA Pages: 238	23.80
* * SUBTOTAL: COPYING			274.30
SCANNING SERVICES			
09/27/07	1	SCANNING SERVICES (ACCURROUTE) Nino, Linda Pages: 1	0.10
* * SUBTOTAL: SCANNING SERVICES			0.10

Client: DELPHI CORPORATION
Matter: SECTION 1113/1114 ADVICE
File No.: 0207998-00001

10/30/07

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DATE	QUANTITY	DESCRIPTION	AMOUNT
TOTAL			274.40